# CHARTER AND BY-LAWS *of* GRACE CHURCH MT. AIRY

*Charter Granted May 5, 1859*
*Amended July 14, 1920*

*By-Laws Adopted April 2, 1918*
*Amended March 29, 1921*

# CHARTER AND BY-LAWS OF GRACE CHURCH MT. AIRY

# CHARTER

*of*

# GRACE CHURCH, MT. AIRY

## In the Twenty-second Ward City of Philadelphia

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Whereas, The following named persons, citizens of This Commonwealth, viz.:—Chas. S. Carstairs, Clement Tingley, Jr., Thos. H. Powers, Geo. W. Merchant, A. S. Robinson, P. E. Hamm, Nathan Birchett, Henry Berry, Eli Burrhouse, James Yocum, Jr., S. L. Creutzborg, and Wm. E. Stone, have together with other citizens associated for the purpose of worshipping Almighty God, according to the faith and discipline of the Protestant Episcopal Church in the United States of America; and have for that purpose formed a congregation at Mount Airy in the City of Philadelphia, and are now desirous to be incorporated agreeably to the provisions of the act of the General Assembly of Pennsylvania entitled "An Act to confer

on certain associations of the Citizens of this Commonwealth the powers and immunities of corporations or bodies politic in law, and the supplements thereto," they therefore declare the following to be the objects, articles, and conditions of their said association, agreeably to which they desire to be incorporated, viz.:

First. The name of the corporation shall be "The Rector, Church Wardens and Vestrymen of Grace Church, Mount Airy."

Second. This church acknowledges itself to be a member of and to belong to the Protestant Episcopal Church in the State of Pennsylvania and the Protestant Episcopal Church in the United States of America. As such it accedes to, recognizes, and adopts the Constitution, Canons, Doctrine, Discipline and Worship of the Protestant Episcopal Church in the State of Pennsylvania, and of the Protestant Episcopal Church in the United States and acknowledges their authority accordingly. Any member of this church or corporation who shall disclaim or refuse conformity to the said authority, shall cease to be a member of this congregation and shall not be elected or vote in the elec-



tion of Vestrymen or exercise any office or function in, concerning or connected with, the said church or corporation.

Third. The rents and revenues of this corporation shall be, from time to time, applied for the maintenance and support of the Rector, Ministers and officers of said Church, and in the erection and necessary repairs of the church, church yard, parsonage house, and other houses which do now or hereafter shall belong to the said corporation, and to no other use or purpose whatsoever, provided, that all the property of the said corporation shall be taken, held, and enure subject to the control and disposition of the Vestry of the same; And, Provided, That the clear annual value or income of the real and personal estate held by the said corporation shall not at any time exceed five thousand dollars.

Fourth. The Rector of this Church shall be elected by the Church Wardens and Vestrymen in such manner as the Statutes and by laws shall ordain. [The Vestry of the said Church shall consist of twelve persons, lay members of the said Church and Citizens of Pennsylvania, who shall continue in office

for one year, and until others be chosen, and the election of whom shall be made for every year, on Easter Monday, by a majority of such members of the said Church as shall appear by the Vestry Books to have paid two successive years immediately preceding the time of such election for a pew or sitting in said church, provided, that until the next Easter Monday after the expiration of five years from the date of this charter, members of said Church who shall in any way have contributed to the erection of the Church or to the support of the Rector or Ministers thereof, shall be entitled to vote at the election of Vestrymen; and, Provided, that in case of the failure to elect Vestrymen on that day, the corporation shall not on that account be dissolved, but the election shall be holden on some other day, in such manner as the by laws may prescribe, and any vacancy occurring in the Vestry shall be supplied by the remaining members thereof.]* At the meeting of the Vestry, the Rector, if present, may preside, and in all matters except such as concern the property of the

* The passage in brackets has been amended. See page 10.



corporation shall be entitled, in common with the several members of the Vestry, to one vote.

Fifth. No person shall be Rector or Assistant Minister of this Church unless he shall have had Episcopal Ordination, and unless he be in full standing with the Protestant Episcopal Church in the State of Pennsylvania, and in the United States, and recognized as such by the Bishop of this diocese, or in case of a vacancy in the Episcopate, by the standing committee of the diocese.

Sixth. The said Vestry shall have full power to choose their own officers; and they shall annually at the first meeting after their election choose one of their own number to be one Church Warden, and the rector for the time being shall elect another of the said Vestrymen to be the other Church Warden of the said Church. In case of a vacancy in the office of Rector at the time of election the other Church Warden shall also be chosen by the Vestry, to remain until the election of a Rector or a new election of the Vestry, and during such vacancy all the powers of the corporation shall be exercised by the Vestry, as fully and entirely as if no

such vacancy had occurred, provided, always, that it shall be the duty of the said Church-Wardens and Vestrymen to elect another Rector to supply the vacancy as soon as conveniently may be.

Seventh. This charter may be amended in the following manner, that is to say: Any proposed amendment shall be submitted to a stated or special meeting of the Vestry, and if the same shall be approved by a majority of the whole of the members thereof, the same shall be submitted to a meeting of the members of the congregation, who are entitled to vote for Vestrymen, and if approved by a majority of the persons present at such meeting, the same shall be submitted to the next Convention, and if by it approved shall be and form part of the charter, upon the subsequent confirmation thereof by the Court which granted the original charter or other competent authority.

Eighth. In the case of the dissolution of the said corporation, all the property of the same shall vest in Trustees, in trust, to hold and convey the same to and for any future Congregation of Members of the Protestant Episcopal Church which may be formed in



the same neighborhood, and to and for no other purpose; and the said Trustees shall consist of such persons as may be appointed by the proper Court on application of any interested party.

Ninth. The following named persons shall be the Church Wardens and Vestrymen to continue in office until the election on Easter Monday next, and until others be chosen, viz.:

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| Chas. S. Carstairs, | Henry Berry, |
| G. W. Merchant, | Saml. L. Creutzborg, |
| Nathan Birchett, | Thomas H. Powers, |
| James Yocum, Jr., | P. E. Hamm, |
| Clement Tingley, Jr., | Eli Burrhouse, |
| A. S. Robinson, | Wm. E. Stone. |

I certify that agreeably to the directions of the acts of Assembly in such case made and provided, I have perused and examined the within instrument of writing, and am of opinion that the objects, articles and conditions therein set forth and contained are lawful.

Witness my hand and seal this tenth day of January Anno Domini one thousand eight hundred and fifty nine.

John C. Knox,
Attorney General.

[SEAL]

We, the undersigned, Justices of the Supreme Court of Pennsylvania, do certify that we have perused and examined the within instrument of writing, and concur with the Attorney General in opinion that the objects, articles and conditions therein set forth and contained are lawful.

Witness our hands at Philadelphia this twelfth day of March, Anno Domini, one thousand eight hundred and fifty nine.

Wm. H. Lowrie,
Geo. W. Woodward,
John M. Read.

Eastern District of Pennsylvania, SS:

I, Robert Tyler, Prothonotary of the Supreme Court of Pennsylvania, for the Eastern District of Pennsylvania, do hereby certify that the within instrument of writing was presented to the Justices of the Supreme Court of Pennsylvania, and was by them duly allowed as appears by their above certificate.

[SEAL] In testimony whereof, I have hereunto set my hand and affixed the seal of the said Supreme Court, at Philadelphia, this twelfth day of March, A. D. 1859, as is ordered by the Court that the clear yearly



value or income from all sources other than real estate, shall be limited to four thousand dollars.

Ro. Tyler,
Prothonotary.

EXECUTIVE CHAMBER,
Harrisburg, May 5, 1859.

To Wm. M. Hiester,
Secretary of the Commonwealth.

*Sir:*—

Let the foregoing and within instrument of writing be enrolled according to law.

Wm. F. Packer,
Governor.

SECRETARY'S OFFICE

Pennsylvania: SS.

[SEAL] Enrolled in Charter Book Volume 8, page 129, 130, 131 and 132.
In Testimony Whereof, I have hereunto set my hand and caused the seal of the Secretary's Office to be hereto affixed at Harrisburg, this fifth day of May, in the year of our Lord one thousand eight hundred and fifty nine.

Wm. M. Hiester,
Secy. of the Com.

Recorded in the office of the Recorder of Deeds for the City and County of Philadelphia in Charter Book No. 31 page 395 &c on July 27, 1905.

## Amendment to Article Fourth

Allowed by Decree of the Court of Common Pleas No. 5 of Philadelphia County, to March Term, 1920, No. 6786, entered July 14, 1920: recorded the same day at Philadelphia in Charter Book No. 69, page 50.

Substituting for that part of that Article enclosed in brackets above, the following:

"The business of this corporation shall be managed by a board of directors to be designated the Vestry and to consist of twelve Vestrymen. The Vestrymen shall be baptized and confirmed lay persons of the age of twenty-one years or upwards, a majority of whom shall be citizens of Pennsylvania and members of the corporation; one-third only of the whole number of Vestrymen to be elected each year to serve for three years or until their successors shall be elected.

"The annual meeting of the corporation and the annual election for Vestrymen shall be held on Monday in Easter week in the church edifice or other adjacent building of the corporation, unless the by-laws shall prescribe a different time or place.



"In case of the failure to elect Vestrymen on that day the corporation shall not on that account be dissolved, but the election shall be holden on some other day, in such manner as the by-laws may prescribe; and any vacancy occurring in the Vestry shall be supplied by the remaining members thereof.

"The members of the corporation who shall be qualified to vote at any election for Vestrymen and upon all questions which may come before any meeting of the corporation shall be all lay baptized persons of the age of twenty-one years or upwards, who shall have been worshippers in this Church as their usual place of worship for one year and upwards, and who shall appear by the books of the corporation to have contributed towards the current expenses of the corporation either by payment of pew rent or in such other manner as the by-laws of the corporation may prescribe, during each of two successive years immediately preceding such election or meeting, not less than Five Dollars."

# BY-LAWS

*of*

# GRACE CHURCH, MT. AIRY

ADOPTED APRIL 2, 1918
AMENDED MARCH 29, 1921

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## ARTICLE I

*Of the Vestry*

SECTION 1. The Vestry shall consist of twelve persons who shall be communicants of said Church; and the election of four members of such Vestry, to serve for a term of three years and until their successors are duly elected, shall be held every year on Easter Monday. Every adult member of said Church who shall appear on the Vestry books to have contributed during two successive years immediately preceding the time of such election to the support of said Church under any system of pledges which may from time to time have been by it adopted, in accordance with his pledge,



sums aggregating not less than five dollars in each of said years, shall be entitled to one vote at any such election. A majority of such members present and voting shall be sufficient for such an election.

In case of a failure to elect Vestrymen on Easter Monday, the election may be held at any other time the Vestry may appoint.

SECTION 2. All nominations for the office of Vestrymen shall be made in writing and posted at the place in the Church building where notices are usually posted at least two Sundays before the date set for the annual election.

SECTION 3. The time and place of the election of Vestrymen shall be announced to the congregation on the Sunday next preceding the date thereof.

SECTION 4. The Vestry shall choose two qualified electors to be judges of election, whose duty it shall be to make return thereof to the Secretary, who shall thereupon notify the members-elect of the result. If the Vestry shall fail to appoint such judges or if the persons so appointed shall fail to act, the duty shall devolve on the Wardens.

SECTION 5. The stated meetings of the

Vestry shall be held on the first Tuesday after Easter and on the first Tuesday, not a legal holiday, of the months of March, June, October, and December in each year, and also on such other days as the Vestry may from time to time by resolution appoint.

SECTION 6. The Rector, either Church Warden, or any two members of the Vestry may require special meetings of the Vestry to be called at any time. The object of said meeting shall be specified, and no other business shall be transacted without the consent of two-thirds of those present.

SECTION 7. Seven members shall constitute a quorum.

SECTION 8. The Rector, or in his absence the Rector's Warden, shall preside at the meetings of the Vestry, but if both are absent, then any member may be appointed chairman.

SECTION 9. At their meeting on the first Tuesday after Easter the Vestry shall elect, to serve for the ensuing year and thereafter until their successors are elected, the Church Warden directed by the Charter (who shall be the Accounting Warden), a Secretary and a Registrar, and lay deputies to the Diocesan



Convention. They shall also make such provision as shall seem to them expedient for the employment of such lay persons as may be necessary for the proper care of the property and performance of the services of the Church. In case of a failure to elect officers at this meeting, a special meeting shall be called for that purpose as soon as conveniently may be.

SECTION 10. All elections shall be by ballot, unless otherwise ordered by the Vestry.

SECTION 11. The Vestry shall have power to fill vacancies in its own body. Any person so chosen shall serve until the expiration of the term for which the person whose place he takes was elected.

SECTION 12. At the meetings of the Vestry, whether stated, adjourned, or special, the order of business shall be as follows:

The minutes of the preceding meeting shall be read.

Reports of Committees presented, and order taken thereon.

Unfinished business.

New business.

SECTION 13. When a question is before

Amended April 7th, 1926

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ART. I—Sec. 5: The stated meetings of the Vestry shall be held on the first Wednesday after Easter and the second Wednesday of the months of March, June, October and December in each year, and also on such other days as the Vestry may from time to time by resolution appoint.

ART. I—Sec. 11: The Vestry shall fill vacancies in its own body. Any person so chosen shall serve until the expiration of the term for which the person whose place he takes was elected.

ART. VI—Sec. 4: Strike out this entire section.

Convention. They shall also make such provision as shall seem to them expedient for the employment of such lay persons as may be necessary for the proper care of the property and performance of the services of the Church. In case of a failure to elect officers at this meeting, a special meeting shall be called for that purpose as soon as conveniently may be.

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SECTION 12. At the meetings of the Vestry, whether stated, adjourned, or special, the order of business shall be as follows:

The minutes of the preceding meeting shall be read.

Reports of Committees presented, and order taken thereon.

Unfinished business.

New business.

SECTION 13. When a question is before

the Vestry, no motion shall be received, unless to divide, amend, commit, or postpone, but a motion to adjourn shall always be in order, and shall be decided without debate.

SECTION 14. No reconsideration of a vote shall be had, except on a motion made by a member who voted with the majority on the former question, or by one who had not previously voted.

## ARTICLE II

### *Of the Church Wardens*

SECTION 1. The Church Wardens shall have general superintendence over the property of the corporation and shall take care that the sexton performs his duties in a satisfactory manner, and that order be maintained in and about the Church during the time of divine service.

SECTION 2. They shall have power to make purchase of all articles necessary for the use of the Church.

SECTION 3. They shall collect, or cause to be collected, all rents, interests, dividends, or any other moneys due to the corporation.



SECTION 4. They shall have in their charge the seal of the corporation to be affixed by them to such documents as require its attestation, and as the Vestry may direct.

## ARTICLE III

### *Of the Accounting Warden*

SECTION 1. The Accounting Warden shall receive the moneys of the Church, and pay the same under the direction of the Vestry.

SECTION 2. He shall keep a regular account of his receipts and expenditures in a book to be provided for the purpose, which shall be open at all times to the inspection of the members of the Vestry; and he shall submit to that body an annual statement of his accounts, which shall be audited by a committee to be appointed by the Vestry, or by an accountant selected by them.

SECTION 3. He shall have charge of the charter, and evidences of title to the property of the corporation, and of other property belonging to it not hereby entrusted to other persons.

## ARTICLE IV

### *Of the Secretary*

SECTION 1. The Secretary shall keep regular minutes of the proceedings of the Vestry, notify members of all its meetings when required, and perform generally such duties as appertain to the office.

## ARTICLE V

### *Of the Registrar*

SECTION 1. The Registrar shall keep a list, in such form as the Vestry shall from time to time direct, of all families and adult persons canonically connected with the Parish and a further list of those who are attendants at the services thereof, although not so canonically connected.

SECTION 2. Such list shall show, so far as possible, the name and address of each adult person of the classes above specified, and also the name, date of birth and address of all the children belonging to any family appearing on said lists.

SECTION 3. The Registrar shall diligently note upon such lists all changes in names or addresses of any of the parties appearing



thereon, so that the same shall be at all times accurate and complete lists of all the persons of either of the classes above specified. He shall see that the Parish Register required by the Canons of the Church and of this Diocese, is accurately kept and that all the entries made therein are signed by the minister officiating at the service so registered.

SECTION 4. The Registrar shall gather historical data pertaining to the Church, in order that an accurate history of the Parish may be preserved.

## ARTICLE VI

### *Of the Election and Compensation of a Rector and His Assistants*

SECTION 1. When the election of a Rector or an Assistant Minister is intended, the person to be elected must have been openly nominated at a previous meeting, and the notices for the meeting shall have expressed that such nominations are then to be received; and the notice of a meeting at which an election is intended shall express the same.

SECTION 2. The election of a Rector or of an Assistant Minister shall be by ballot, and the votes of at least nine members shall be necessary to a choice. And in the case of an Assistant Minister, the consent of the Rector, if there be one, must also be obtained. Curates may be chosen from time to time by the Rector with the consent of a majority of the entire Vestry at a meeting called for that purpose.

SECTION 3. In case of the election of a Rector, or Assistant Minister, publication thereof shall be made by the officiating minister on the next ensuing Sunday at both morning and evening service.

SECTION 4. The salary of any clergyman serving the parish in any capacity shall be fixed by the Vestry before his election.

## ARTICLE VII

### *Of a Register of Marriages, Baptisms, and Deaths*

SECTION 1. The Accounting Warden shall provide a book in which shall be entered an account of all marriages, baptisms, and deaths, at which the Rector or other Minister



shall have officiated. The record shall state the date of the marriage or other religious service; the names of the contracting parties in the case of a marriage; the name and date of birth of any child or adult baptized and the names of the parents and sponsors in the case of a baptism; and the name and dates of birth and death of any decedent. This book shall belong to and remain with the Vestry as a part of the Church records.

SECTION 2. Certificates from the records, under seal when required, shall be given without charge by the Wardens with the consent of the Vestry.

## ARTICLE VIII

### *Of Collections of the Church*

SECTION 1. All collections are to be made at such times and for such purposes as the Vestry may direct.

SECTION 2. All receipts from collections shall be handed over to the Accounting Warden, who shall make such distributions and payments thereof as the Vestry may direct, except in the case of the Communion Alms on the first Sunday of each month,

which shall be paid to the Rector, to be applied in conformity with the Canon in relation thereto. The Vestry shall determine the proportion of each collection which shall be applied to the specified objects.

## ARTICLE IX

### *Of Standing Committees of the Vestry*

SECTION 1. The following Standing Committees shall be appointed, and others may be added as circumstances may require:

1. Committee on the Choir to consist of three lay members and the Rector, who when present at its meetings shall be *ex officio* chairman.
2. Committee on the Church School, to consist of three members.
3. Committee on Finance, to consist of three members and the two Wardens.
4. Committee on Buildings and Grounds, to consist of three members.



## ARTICLE X

### *Of the Sexton*

SECTION 1. The Sexton, besides his constant care of the Church, shall perform all other duties connected with its affairs, which shall be required by the Wardens or either of them.

## ARTICLE XI

### *Of the Use of the Church Buildings*

SECTION 1. The use of the Church, Parish Building, or other buildings or grounds owned by the Parish, saving for Church services and for purposes ordered by the General or Diocesan Convention, shall not be permitted except upon application to the Vestry, and approval by them. The approval or rejection of any such application shall be in the discretion of the Vestry.

## ARTICLE XII

### *Of the Amendment or Alteration of the By-Laws*

SECTION 1. These By-Laws may be altered, amended, or rescinded at any stated

meeting of the Vestry by the affirmative vote of two-thirds of the members present: provided that such alteration, amendment, or rescission shall have been proposed at a prior stated meeting and that the notices calling each of said meetings shall have stated that alterations in the By-Laws will be proposed or acted on, as the case may be.